

**THE
GREENBRIER
COMPANIES**

3-123A056

The Greenbrier Companies

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000

April 26, 1993

RECORDATION NO. **18221** FILED 1425

MAY 3 1993 3:40 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th and Constitution Avenues, N.W.
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of March 22, 1993, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: United States Rail Services,
A Division of United States Leasing International, Inc.
615 Battery Street
San Francisco, CA 94111

Lessee: Bangor and Aroostook Railroad Company
North Maine Jct. Park, RR2
Bangor, ME 04401

A description of the railroad equipment covered by the enclosed document is:

Twenty-five (25) 73-foot between bulkheads center partition railcars
equipped with 100-ton capacity trucks.

Also enclosed is a payment of \$16 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Mr. Sidney L. Strickland, Jr.

April 26, 1993

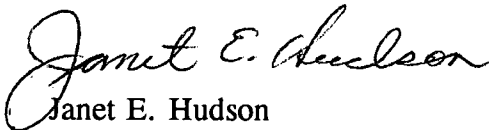
Page 2

Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease Agreement dated as of March 22, 1993 between United States Rail Services, A Division of United States Leasing International, Inc., Lessor, and Bangor and Aroostook Railroad Company, Lessee, covering twenty-five (25) 73-foot between bulkheads center partition railcars equipped with 100-ton capacity trucks.

Sincerely,



Janet E. Hudson

Administrative Assistant

jeh

Enclosure

cc: Charles T. Kappler, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

5/4/93

OFFICE OF THE SECRETARY

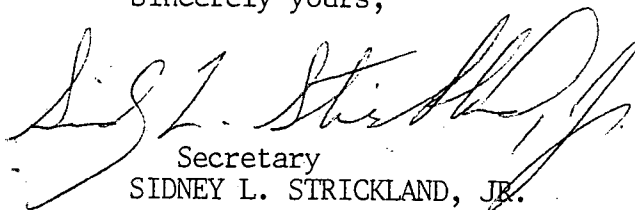
Janet E. Hudson

The Greenbrier Companies
One Centerpointe Drive
Lake Oswego, Oregon

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on **5/3/93** at **3:50pm**, and assigned
recording number(s). **18221**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

214-114

RECONCILIATION NO. 18221 FILED 1425

MAY 5 1993 3:50 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

UNITED STATES RAIL SERVICES
a division of
UNITED STATES LEASING INTERNATIONAL, INC.
("LESSOR")

AND

BANGOR AND AROOSTOOK RAILROAD COMPANY
("LESSEE")

MARCH 22, 1993

Memorandum of a Lease Agreement made and entered into as of March 22, 1993 (the "Lease Agreement") by and between United States Rail Services, a division of United States Leasing International, Inc., a Delaware corporation, ("Lessor") and Bangor and Aroostook Railroad Company, a Maine corporation ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor twenty five (25) center partition flatcars bearing marks and numbers as follows:
BAR 7401 through BAR 7425, inclusive.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor:
UNITED STATES RAIL SERVICES,
A DIVISION OF
UNITED STATES LEASING
INTERNATIONAL, INC.

By: Thomas R. Uhley

Title: Vice President Sales & Marketing

Lessee:
BANGOR AND AROOSTOOK
RAILROAD COMPANY

By: Walter E. Francis

Title: President & CEO

STATE OF MAINE

)

) ss.

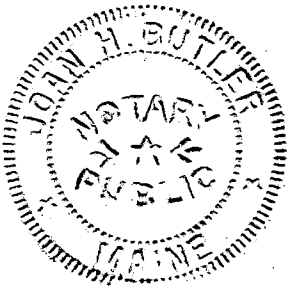
COUNTY OF PENOBSCOT

)

On this 26th day of March, 1993, before me personally appeared Walter E. Travis, to me personally known, who being by me duly sworn, says that he is the President & CEO of Bangor & Aroostook RR Co. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Joan H. Butler
NOTARY PUBLIC

My commission expires: Jan. 12, 1998



STATE OF CALIFORNIA

)

) ss.

COUNTY OF SAN FRANCISCO

)

On this 16 day of April, 1993, before me personally appeared Thomas R. Uehling, to me personally known, who being by me duly sworn, says that he is the Vice President of Sales & Marketing that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Jacqueline G. Witherspoon
NOTARY PUBLIC

My commission expires: February 15, 1994



RECORDATION NO. **1822** FILED 1425

MAY 3 1993 3:50 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

UNITED STATES RAIL SERVICES
a division of
UNITED STATES LEASING INTERNATIONAL, INC.
("LESSOR")

AND

BANGOR AND AROOSTOOK RAILROAD COMPANY
("LESSEE")

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UNITED STATES RAIL SERVICES,
A DIVISION OF
UNITED STATES LEASING
INTERNATIONAL, INC.

By: Tom R. Uehling
Title: Vice President Sales & Marketing

Lessee:
BANGOR AND AROOSTOOK
RAILROAD COMPANY

By: Walter E. Francis
Title: President & CEO

STATE OF MAINE

)

) ss.

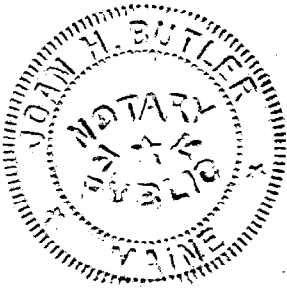
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Jacqueline Y. Witherspoon
NOTARY PUBLIC

My commission expires: February 15, 1994

